In the Office of the Secretary of State of the State of California

JAN 2 6 2001

BILL JONES, Secretary of State

1289854 CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

The undersigned certify that:

- 1. They are the President and Secretary, respectively, of Birthright of Orange County, Inc., a California Corporation.
- 2. Article I of the Articles of Incorporation of this Corporation is amended to read as follows:

The name of this Corporation is:

Birth Choice Pregnancy Centers, Inc.

3. The foregoing Amendment of Articles of Incorporation has been duly approved by the Board of Directors in accordance with Section 5812 of the California Corporations Code. The number of Board Members voting in favor of the amendment equaled 100% of the Board of Directors. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

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Date: December 29, 2000

Kenneth W. Clark, President

Cathy Easterday Secretary

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